

EXHIBIT 32

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CONTRACT ID CODE	PAGE OF PAGES
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION / PURCHASE REQ. NO.	1 3	
0049	See Block 16c		PROJECT NO. (If Applicable)	
6. ISSUED BY Federal Bureau of Prisons Contract Administration Office Adams County Correctional Center 20 Hobo Fork Road Natchez, Mississippi 39120		CODE	7. ADMINISTERED BY (If other than Item 6) Gary L. Clark Contracting Officer (601) 304-2577	
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) Corrections Corporation of America 10 Burton Hills Boulevard Nashville, TN 37215			9A. AMENDMENT OF SOLICITATION NO 9B. DATED (See Item 11)	
CODE : DUNS #159734151			X 10A. MODIFICATION OF CONTRACT/ORDER NO. DJB1PC010 / 10B. DATED (See Item 13) 4/01/2009	

11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS

The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers is extended. is not extended.

Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods.

(a) By completing Items 8 and 15, and returning _____ copy of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified

12. ACCOUNTING AND APPROPRIATION DATA (If required)

**13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OR CONTRACTS/ORDERS,
IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.**

	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify Authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation data, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b)
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) FAR 52.217-9, Option to Extend Term of Contract

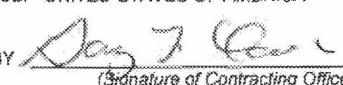
E. IMPORTANT: Contractor is not is required to sign this document and return _____ copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible).

Contract #DJB1PC010 is hereby modified to reflect the following:

Please see attached pages.

Except as provided herein, all items and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print)		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)	
		Gary L. Clark Contracting Officer	
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 7/31/13

NSN 7540-01-152-8070

10-83)

PREVIOUS EDITION UNUSABLE

CFR) 53.243

STANDARD FORM 30 (REV.

Prescribed by GSA FAR (48

1. The purpose of this modification is to exercise Option Period 1 from 08/01/2013 through 07/31/2015.

Option Period 1-Year 1 New AOP: \$59,123,598.38

New MOP \$4,926,966.53

Fixed Incremental Unit Price: \$20.83

The Fixed Incremental Unit Price (FIUP) of 20.22 will apply when the average daily population exceeds 2,009 inmates, to a maximum population of 2,567 inmates, during a monthly payment period.

2. The following adjustments are made to all remaining option years to reflect the changes in item number one (1) above. This information is provided only for the purpose of maintaining current and up-to-date pricing information associated with this revision and is not an obligation of funds for future contract years. Funds will be requested as appropriate in the below amounts, unless changed by future wage determinations or other modifications affecting the price of the contract.

UPDATED PRICING SCHEDULE
90% Contract Beds: 2,009 Contract Beds
100% Contract Beds: 2,232 Contract Beds
115% Contract Beds: 2567 Contract Beds

Performance Period	Annual Operating Price	Fixed Incremental Unit Price Per Inmate Day
Option Period 1 (Year 2) August 1, 2014 to July 31, 2015	\$60,877,650.38	\$21.45

Option Period 2 (Year 1) August 1, 2015 to July 31, 2016	\$62,684,322.38	\$22.09
Option Period 2 (Year 2) August 1, 2016 to July 31, 2017	\$64,545,198.38	\$22.75

Option Period 3 (Year 1) August 1, 2017 to July 31, 2018	\$66,461,898.38	\$23.43
Option Period 3 (Year 2) August 1, 2018 to July 31, 2019	\$68,436,102.38	\$24.13

Maximum Possible FIUP impact of Mod.0049: **\$ 4,242,446.10**

(558 x 365 days = 203,670.00 x \$20.83 = \$4,242,446.10)

Maximum Possible Award Fee impact: **\$3,168,302.22**

-Award Fee: Up to a maximum five (5) percent of the total payment received for the period rated.

(\$4,242,446.10 + \$59,123,598.38 x 5% = \$3,168,302.22)

Total Maximum Value

Option Period Year 1: **\$66,534,346.70**

(\$59,123,598.38 + \$4,242,446.10 + \$3,168,302.22) = \$66,534,346.70

****Budget purposes only****

NOTE: All funding is subject to the approval of a fiscal years appropriation for FY-14.